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January 27, 2023

VIA ECF

The Honorable Colleen McMahon
U.S. District Court for the Southern District of New York
Daniel Patrick Moynihan U.S. Courthouse
500 Pearl Street, Room 2550
New York, NY 10007

*1/30/2023
OK - make sure I
get an
unredacted
copy*

MEMO ENDORSED

Re: *In re Omnicom Group Inc. ERISA Litigation*, No. 1:20-cv-04141
Letter Motion to Seal Joint Stipulation of Facts

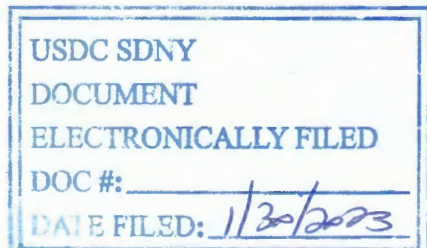
Dear Judge McMahon:

On behalf of Defendants Omnicom Group Inc., the Board of Directors of Omnicom Group Inc., and the Administrative Committee of the Omnicom Group Retirement Savings Plan (collectively, "Defendants"), I write pursuant to Your Honor's Individual Practices to request permission to file under seal the Joint Stipulation of Facts submitted by the Parties in advance of trial in this matter.

Pursuant to the Court's Individual Rules and Practices, the Court's addendum to the parties Stipulated Protective Order (ECF No. 67), and in light of Your Honor's October 24, 2022 Order (ECF No. 155), Defendants have conducted a line-by-line review of the Joint Stipulation of Facts and request that certain information therein be redacted from the public record.

Consistent with Defendants' December 12, 2022 Letter Motion to Seal (ECF No. 175) and December 22, 2022 Letter Regarding the De-Designation of Documents Filed Under Seal (ECF No. 188), Defendants have limited their redactions to (i) proprietary information contained in Plan adviser's, Mercer, presentations to the Administrative Committee, *see In re Long Island Lighting Co.*, 129 F.3d 268, 272 (2d Cir. 1997); and (ii) pricing information regarding the RFP that the Administrative Committee, through Mercer, conducted to solicit recordkeeping fee proposals from five recordkeepers, *see Kewazinga Corp. v. Microsoft Corp.*, 2021 WL 1222122, at *6 (S.D.N.Y. Mar. 31, 2021); *Skyline Steel, LLC v. PilePro, LLC*, 101 F. Supp. 3d 394, 412-13 (S.D.N.Y. 2015). Defendants have conferred with Plaintiffs regarding the proposed redactions and Plaintiffs have indicated that they do not object.

Accordingly, Defendants intend to file the Joint Stipulation of Facts under seal. Defendants will publicly file copies of the Joint Stipulation of Facts with sensitive information redacted while



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simultaneously filing a sealed copy with proposed redactions highlighted, through the ECF system. Defendants respectfully request the Court order that the ECF Clerk seal the Joint Stipulation of Facts. Should the Court, after the filing of the Joint Stipulation of Facts, rule upon Defendants' December 12, 2022 Letter Motion to Seal (ECF No. 175), December 22, 2022 Letter Regarding the De-Designation of Documents Filed Under Seal (ECF No. 188) and the [Proposed] Order filed in connection therewith (ECF No. 190), and modify Defendants' sealing requests, Defendants will re-file the Joint Stipulation of Facts, redacting only that information the Court has found appropriate.

Respectfully,

A handwritten signature in black ink, appearing to read "Jeff G. Hammel", written over a horizontal line.

Jeff G. Hammel
of LATHAM & WATKINS LLP

cc: All Counsel of Record (via ECF)